

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

----- x  
SECURITIES AND EXCHANGE COMMISSION, :  
 :  
Plaintiff, : No. 06 Civ. 7736 (GEL)  
 :  
-against- :  
 :  
JAMES N. STANARD, MARTIN J. MERRITT :  
and MICHAEL W. CASH, :  
 :  
Defendants. :  
----- x

NOTICE OF MOTION FOR ADMISSION PRO HAC VICE

PLEASE TAKE NOTICE that, upon the accompanying declaration of John J.

Clarke, Jr., a member of the bar of this Court, together with the supporting declarations of James D. Mathias, Hugh J. Marbury and Megan Hanley Baer, and the attachments thereto, the undersigned will move this Court, pursuant to Local Civil Rule 1.3(c), before the Honorable Gerard E. Lynch, United States District Judge, in Courtroom 6B of the United States Courthouse, 500 Pearl Street, New York, New York, at a date and time to be determined by the court, for an order in the form accompanying this motion granting the admission pro hac vice of the following attorneys as counsel for defendant James N. Stanard in this action:

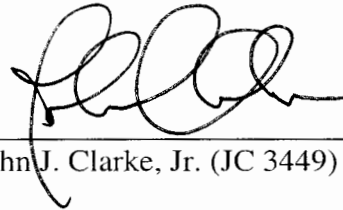
James D. Mathias  
Hugh J. Marbury  
Megan Hanley Baer  
DLA Piper US LLP  
6225 Smith Avenue  
Baltimore, Maryland 21209  
(410) 580-3000

600892 \$75 12-21-06 M

and granting such other and further relief as the Court may deem just and proper.

Dated: New York, New York  
December 21, 2006

DLA PIPER US LLP

By:   
John J. Clarke, Jr. (JC 3449)

1251 Avenue of the Americas  
New York, New York 10020-1104  
(212) 335-4500

- and -

James D. Mathias  
Hugh J. Marbury  
Megan Hanley Baer  
6225 Smith Avenue  
Baltimore, Maryland 21209-3600  
(410) 580-3000

Attorneys for Defendant James N. Stanard

CERTIFICATE OF SERVICE

I certify that I am an attorney admitted to practice in this District and that (1) on December 21, 2006, I caused to be served a true and correct copy of the foregoing notice of motion for admission pro hac vice, together with the accompanying declaration John J. Clarke, Jr. and the proposed form of order, and (2) on December 20, 2006, I caused to be served true and correct copies of the accompanying declarations of James D. Mathias, Hugh J. Marbury and Megan Hanley Baer, to be served upon the following counsel for the parties in this action by first-class mail, postage prepaid:

Preethi Krishnamurthy, Esq.  
Securities and Exchange Commission  
Northeast Regional Office  
3 World Financial Center, Room 4300  
New York, New York 10281-1022

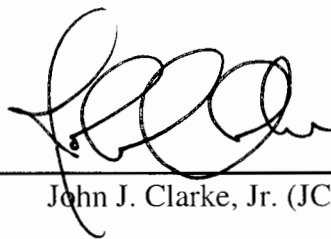
Attorneys for Plaintiff  
Securities & Exchange Commission

Martin L. Perschetz, Esq.  
Schulte Roth & Zabel LLP  
919 Third Avenue  
New York, New York 10022

Attorneys for Defendant Michael W. Cash

Robert Plotkin, Esq.  
McGuire Woods LLP  
1050 Connecticut Avenue, N.W.  
Washington, D.C. 20036  
(202) 857-1700

Attorneys for Defendant Martin Merritt



John J. Clarke, Jr. (JC 3449)

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
SECURITIES AND EXCHANGE COMMISSION,	:	
	:	
Plaintiff,	:	No. 06 Civ. 7736 (GEL)
	:	
-against-	:	
	:	
JAMES N. STANARD, MARTIN J. MERRITT	:	
and MICHAEL W. CASH,	:	
	:	
Defendants.	:	
-----	x	

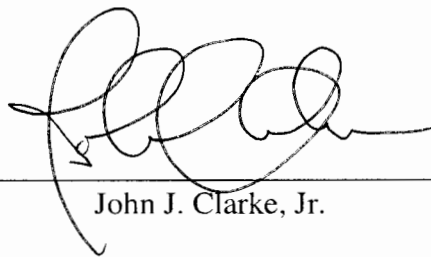
DECLARATION OF JOHN J. CLARKE, JR.

Pursuant to 28 U.S.C. § 1746, JOHN J. CLARKE, JR. declares:

1. I am an attorney admitted to practice in this Court and am a member of DLA Piper US LLP, counsel to defendant James N. Stanard in this action. I make this declaration in support of the motion for admission pro hac vice of my colleagues James D. Mathias, Hugh J. Marbury and Megan Hanley Baer.
2. Mr. Mathias is a partner based in the Baltimore office of DLA Piper. As set forth in his accompanying declaration, he is admitted to practice in the State of Maryland and the District of Columbia, among other courts. I know him to be of outstanding moral character, and I respectfully move for his admission to practice before the Court for the instant matter.
3. Mr. Marbury is a partner based in the Baltimore office of DLA Piper. As set forth in his accompanying declaration, he is admitted to practice in the State of Maryland and the District of Columbia, among other courts. I know him to be of outstanding moral character, and I respectfully move for his admission to practice before the Court for the instant matter.

4. Ms. Baer is an associate based in the Baltimore office of DLA Piper. As set forth in her accompanying declaration, she is admitted to practice in the State of Maryland. I know her to be of outstanding moral character, and I respectfully move for her admission to practice before the Court for the instant matter.

Under penalty of perjury, I declare that the foregoing is true and correct this 21st day of December, 2006.

A handwritten signature in black ink, appearing to read "John J. Clarke, Jr.", is written over a horizontal line. The signature is stylized with large loops and a long horizontal stroke at the end.

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

----- x  
SECURITIES AND EXCHANGE COMMISSION,       :  
  
                    Plaintiff,                               :  
  
                    -against-                               :  
  
JAMES N. STANARD, MARTIN J. MERRITT       :  
and MICHAEL W. CASH,                               :  
  
                    Defendants.                               :  
----- x

No. 06 Civ. 7736 (GEL)

DECLARATION OF JAMES D. MATHIAS

Pursuant to 28 U.S.C. § 1746, JAMES D. MATHIAS declares:

1. I am an attorney admitted to practice in the courts of Maryland and the District of Columbia and a member of DLA Piper US LLP, counsel to defendant James N. Stanard in this action. I make this declaration in support of the motion for my admission pro hac vice in this action pursuant to the Court's Local Civil Rule 1.3(c).

2. I am a member in good standing of the Bar of the State of Maryland and of the District of Columbia.

3. Attached hereto as Exhibit 1 is a true and correct copy of a certificate of my good standing that was issued within the past thirty days by the Court of Appeals of Maryland.

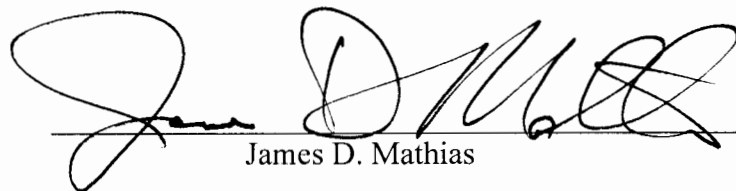
4. Attached hereto as Exhibit 2 is a true and correct copy of a certificate of my good standing that was issued within the past thirty days by the District of Columbia Court of Appeals.

5. My business address is:

DLA Piper US LLP  
6225 Smith Avenue  
Baltimore, Maryland 21209  
(410) 580-3000  
(410) 580-3001 (Fax)

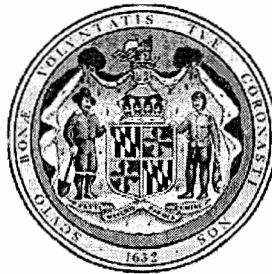
Under penalty of perjury, I declare that the foregoing is true and correct this

14<sup>th</sup> day of December, 2006.



James D. Mathias

**Court of Appeals  
of Maryland  
Annapolis, MD**



***CERTIFICATE OF GOOD STANDING***

*STATE OF MARYLAND, ss:*

*I, Alexander L. Cummings, Clerk of the Court of Appeals of Maryland,  
do hereby certify that on the sixteenth day of December, 1988,*

**James David Mathias**

*having first taken and subscribed the oath prescribed by the Constitution and  
Laws of this State, was admitted as an attorney of said Court, is now in good  
standing, and as such is entitled to practice law in any of the Courts of said  
State, subject to the Rules of Court.*

**In Testimony Whereof,** *I have hereunto  
set my hand as Clerk, and affixed the Seal  
of the Court of Appeals of Maryland, this  
twentieth day of November, 2006.*

  
Clerk of the Court of Appeals of Maryland





District of Columbia Court of Appeals  
Committee on Admissions  
500 Indiana Avenue, N.W. — Room 4200  
Washington, D. C. 20001  
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia  
Court of Appeals, do hereby certify that

JAMES DAVID MATHIAS

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was on the 8<sup>TH</sup> day of NOVEMBER, 1996  
duly qualified and admitted as an attorney and counselor and  
entitled to practice before this Court and is, on the date  
indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have  
hereunto subscribed my name  
and affixed the seal of this  
Court at the City of  
Washington, D.C., on  
November 29, 2006.

GARLAND PINKSTON, JR., CLERK

By:   
Deputy Clerk

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

- against -

JAMES N. STANARD, MARTIN J. MERRITT  
and MICHAEL W. CASH,

Defendants.

No. 06 Civ. 7736 (GEL)

DECLARATION OF HUGH J. MARBURY

Pursuant to 28 U.S.C. § 1746, HUGH J. MARBURY declares:

1. I am an attorney admitted to practice in the courts of Maryland and the District of Columbia, and a member of DLA Piper US LLP, counsel to defendant James N. Stanard in this action. I make this declaration in support of the motion for my admission pro hac vice in this action pursuant to the Court's Local Civil Rule 1.3(c).

2. I am a member in good standing of the Bars of the State of Maryland and the District of Columbia.

3. Attached hereto as Exhibit 1 is a true and correct copy of a certificate of my good standing that was issued within the past thirty days by the Court of Appeals of Maryland.

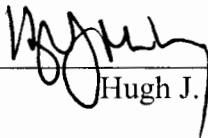
4. Attached hereto as Exhibit 2 is a true and correct copy of a certificate of my good standing that was issued within the past thirty days by the District of Columbia Court of Appeals.

5. My business address is:

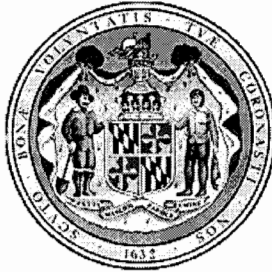
DLA Piper US LLP  
6225 Smith Avenue  
Baltimore, Maryland 21209  
(410) 580-3000  
(410) 580-3001 (Fax)

Under penalty of perjury, I declare that the foregoing is true and correct this

19 day of December, 2006.

  
\_\_\_\_\_  
Hugh J. Marbury

**Court of Appeals  
of Maryland**  
Annapolis, MD



***CERTIFICATE OF GOOD STANDING***

*STATE OF MARYLAND, ss:*

*I, Alexander L. Cummings, Clerk of the Court of Appeals of Maryland,  
do hereby certify that on the thirteenth day of December, 1995,*

**Hugh Jewett Marbury**

*having first taken and subscribed the oath prescribed by the Constitution and  
Laws of this State, was admitted as an attorney of said Court, is now in good  
standing, and as such is entitled to practice law in any of the Courts of said  
State, subject to the Rules of Court.*

**In Testimony Whereof,** *I have hereunto  
set my hand as Clerk, and affixed the Seal  
of the Court of Appeals of Maryland, this  
eleventh day of December, 2006.*

*Alexander L. Cummings*  
Clerk of the Court of Appeals of Maryland



District of Columbia Court of Appeals  
Committee on Admissions  
500 Indiana Avenue, N.W. — Room 4200  
Washington, D. C. 20001  
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia  
Court of Appeals, do hereby certify that

HUGH JEWETT MARBURY

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was on the 6<sup>TH</sup> day of FEBRUARY, 1998

duly qualified and admitted as an attorney and counselor and  
entitled to practice before this Court and is, on the date  
indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have  
hereunto subscribed my name  
and affixed the seal of this  
Court at the City of  
Washington, D.C., on  
December 14, 2006.

GARLAND PINKSTON, JR., CLERK

By:   
Deputy Clerk

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

- against -

JAMES N. STANARD, MARTIN J. MERRITT  
and MICHAEL W. CASH,

Defendants.

No. 06 Civ. 7736 (GEL)

DECLARATION OF MEGAN HANLEY BAER

Pursuant to 28 U.S.C. § 1746, MEGAN HANLEY BAER declares:

1. I am an attorney admitted to practice in the courts of Maryland and a member of DLA Piper US LLP, counsel to defendant James N. Stanard in this action. I make this declaration in support of the motion for my admission pro hac vice in this action pursuant to the Court's Local Civil Rule 1.3(c).

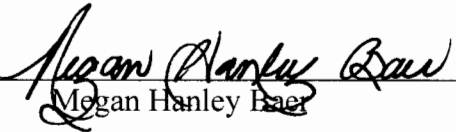
2. I am a member in good standing of the Bar of the State of Maryland.

3. Attached hereto as Exhibit 1 is a true and correct copy of a certificate of my good standing that was issued within the past thirty days by the Court of Appeals of Maryland.

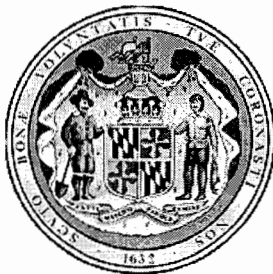
4. My business address is:

DLA Piper US LLP  
6225 Smith Avenue  
Baltimore, Maryland 21209  
(410) 580-3000  
(410) 580-3001 (Fax)

Under penalty of perjury, I declare that the foregoing is true and correct this  
12<sup>th</sup> day of December, 2006.

  
Megan Hanley Baer

**Court of Appeals  
of Maryland**  
Annapolis, MD



***CERTIFICATE OF GOOD STANDING***

*STATE OF MARYLAND, ss:*

*I, Alexander L. Cummings, Clerk of the Court of Appeals of Maryland,  
do hereby certify that on the fourteenth day of December, 2004,*

**Megan Hanley Baer**

*having first taken and subscribed the oath prescribed by the Constitution and  
Laws of this State, was admitted as an attorney of said Court, is now in good  
standing, and as such is entitled to practice law in any of the Courts of said  
State, subject to the Rules of Court.*

**In Testimony Whereof,** *I have hereunto  
set my hand as Clerk, and affixed the Seal  
of the Court of Appeals of Maryland, this  
seventh day of December, 2006.*

  
Clerk of the Court of Appeals of Maryland